

**FARRIS  
MATHEWS  
BRANAN  
& HELLEN**

PLC

Attorneys at Law

Suite 2400  
511 Union Street  
Nashville, TN 37219  
Phone 615 726-1200  
Fax 615 726-1776

Attorneys  
William W. Farris  
Harlan Mathews  
Homer Boyd Branana, III  
Tim Wade Hellen  
Edwin Dean White, III  
Charles B. Welch, Jr.  
G. Ray Bratton  
John Michael Farris  
D. Edward Harvey  
Rebecca Pearson Tuttle  
Eugene Stoue Forrester, Jr.  
Dedrick Brittenum, Jr.  
Barry F. White  
Robert F. Miller  
Robert A. McLean  
Anita I. Lotz  
Gregory W. O'Neal  
Steven C. Branner  
Harold W. Fonville, II  
Fred D. (Tony) Thompson, Jr.  
Pamela Haddock Klavon  
Paul C. Peel  
Jon E. Minkoff  
  
Of Counsel  
Henry H. Hancock

MEMPHIS DOWNTOWN  
Suite 2000  
One Commerce Square  
Memphis, TN 38103  
Phone 901 259-7100  
Fax 901 259-7150

MEMPHIS EAST  
Suite 400  
5384 Poplar Avenue  
Memphis, TN 38119  
Phone 901 763-4000  
Fax 901 763-4095

REC'D TN  
REGULATORY AUTH.

'99 AUG 3 PM 4 24

OFFICE OF THE  
EXECUTIVE SECRETARY

August 3, 1999

**VIA HAND DELIVERY**

Mr. David Waddell  
Executive Secretary  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243

RE: ***BellSouth Telecommunications, Inc.'s Tariff to Offer Contract  
Service Arrangement TN98-6846-00 Volume & Term Discounts  
on IntraLATA Services  
TRA Docket No. 99-00510***

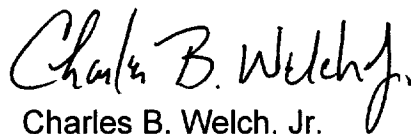
Dear Mr. Waddell:

Enclosed for filing, please find the original plus thirteen (13) copies of Time Warner's Petition to Intervene in the above-referenced docket. Copies are being served on parties of record.

If you have any questions or concerns with regard to this filing, please do not hesitate to contact me.

Very truly yours,

**FARRIS, MATHEWS, BRANAN  
& HELLEN, P.L.C.**

  
Charles B. Welch, Jr.

CBWjr:kms

encs:

cc: Carolyn Marek  
Parties of Record

C:\DATA\CBW\510\WADDELL.803

**BEFORE THE TENNESSEE REGULATORY AUTHORITY  
NASHVILLE, TENNESSEE**

REC'D TN  
REGULATORY AUTH.  
'99 AUG 3 PM 4 24

**IN RE:**

**BELLSOUTH TELECOMMUNICATIONS, INC.'S  
TARIFF TO OFFER CONTRACT SERVICE  
ARRANGEMENT TN98-6846-00 VOLUME &  
TERM DISCOUNTS ON INTRALATA SERVICES**

OFFICE OF THE  
EXECUTIVE SECRETARY

**DOCKET NO.  
99-00510**

**PETITION TO INTERVENE FILED ON BEHALF OF  
TIME WARNER TELECOM OF THE MID-SOUTH, L.P.**

Time Warner Telecom of the Mid-South, L.P. ("Time Warner"), pursuant to T.C.A. §4-5-310, and the Rules of the Tennessee Department of State Administrative Procedures Division, Chapter 1360-4-1-.12, files this petition to intervene in the referenced docket, and in support of its Petition states as follows:

1. Time Warner holds a Certificate of Public Convenience and Necessity to provide intrastate private line and special access service, local exchange and exchange access telecommunications services, as a facilities and a non-facilities-based provider, throughout the State of Tennessee in all geographic locations permitted by law, and is a Competing Telecommunications Services Provider as defined by Tennessee Code Annotated §65-4-201.

2. As a certificated entity authorized to provide telecommunications services, Time Warner's legal rights, duties, privileges, immunities or other legal interests or responsibilities will be affected by the approval of the BellSouth Telecommunications, Inc. ("BST") proposed tariff to offer telecommunications services pursuant to the contract service arrangement filed in this docket.

3. Time Warner's intervention will not impair the interests of justice or the orderly and

prompt conduct of the Authority's proceeding.

4. Time Warner contends that the CSA proposed within this docket is an attempt to implement a BST business plan or policy adopted in 1995 or 1996 for the purpose of obtaining long-term commitments from its business customers in order to frustrate the efforts of competing telecommunications service providers to gain market share and, therefore, is contrary to the spirit and the express intent of state and federal law.

5. On information and belief, Time Warner believes that the CSA filed by BellSouth is discriminatory because it is not offered to those business customers who are similarly situated and, denies these customers access to such telecommunication services at comparable rates and on the same terms and conditions.

6. Time Warner further submits that the subject BST CSA should be made a part of the generic contested case proceeding, Docket Number 98-00559.

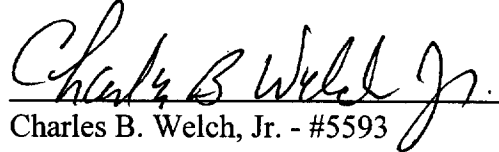
7. This Petition to Intervene is being filed at least seven (7) days before the hearing of this cause.

WHEREFORE, Time Warner prays that:

1. the Authority grant Time Warner's petition to intervene and allow it to participate as its interests may appear;
2. the Authority convene a contested case proceeding to determine whether tariff number TN98-6846-00 complies with applicable laws and rules; and
4. Time Warner be granted such other specific and general relief as it may be entitled to under the premises.

Respectfully submitted,

FARRIS, MATHEWS,  
BRANAN & HELLEN, P.L.C.



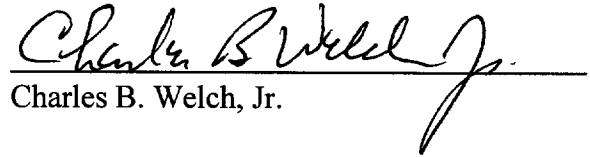
Charles B. Welch, Jr. - #5593

*Attorney for Time Warner Telecom of the  
Mid-South, L.P.*

511 Union Street, Suite 2400  
Nashville, Tennessee 37219  
(615) 726-1200

CERTIFICATE OF SERVICE

I, Charles B. Welch, Jr., hereby certify that I have served a true and correct copy of the foregoing Petition for Leave to Intervene on Guy M. Hicks, BellSouth Telecommunications, Inc. Suite 2101, 333 Commerce Street, Nashville, Tennessee 37201-3300, by depositing a copy of same in the U.S. Mail, postage prepaid this the 3rd day of August, 1999.



Charles B. Welch, Jr.